

Exhibit A

November Invoice



PACHULSKI
STANG
ZIEHL &
JONES

10100 Santa Monica Blvd.
13th Floor
Los Angeles, CA 90067

November 30, 2024

Invoice 144015

Client 29177.00002

Franchise Group O.C.C.

-

RE: Committee Representation

STATEMENT OF PROFESSIONAL SERVICES RENDERED THROUGH 11/30/2024

FEES	\$478,391.00
EXPENSES	\$1,641.39
TOTAL CURRENT CHARGES	\$480,032.39
TOTAL BALANCE DUE	\$480,032.39

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 Franchise Group O.C.C.
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Summary of Services by Professional

<u>ID</u>	<u>Name</u>	<u>Title</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
AJK	Kornfeld, Alan J.	Partner	1,825.00	15.60	\$28,470.00
BJS	Sandler, Bradford J.	Partner	1,725.00	48.60	\$83,835.00
GIG	Glazer, Gabriel I.	Partner	1,495.00	26.80	\$40,066.00
GVD	Demo, Gregory V.	Partner	1,395.00	21.20	\$29,574.00
IAWN	Nasatir, Iain A.W.	Partner	1,525.00	9.80	\$14,945.00
MBL	Litvak, Maxim B.	Partner	1,525.00	8.20	\$12,505.00
PJL	Labov, Paul J.	Partner	1,450.00	37.10	\$53,795.00
RJF	Feinstein, Robert J.	Partner	1,850.00	26.40	\$48,840.00
SSC	Cho, Shirley S.	Partner	1,395.00	11.10	\$15,484.50
BEL	Levine, Beth E.	Counsel	1,225.00	16.40	\$20,090.00
CRR	Robinson, Colin R.	Counsel	1,195.00	16.20	\$19,359.00
GFB	Brandt, Gina F.	Counsel	1,195.00	0.30	\$358.50
JJK	Kim, Jonathan J.	Counsel	1,295.00	21.00	\$27,195.00
JMD	Dine, Jeffrey M.	Counsel	1,495.00	13.80	\$20,631.00
BLW	Wallen, Ben L.	Associate	975.00	2.70	\$2,632.50
ECO	Corma, Edward A.	Associate	795.00	1.50	\$1,192.50
HRW	Winograd, Hayley R.	Associate	1,075.00	8.90	\$9,567.50
TSH	Heckel, Theodore S.	Associate	1,075.00	41.30	\$44,397.50
ATB	Bates, Andrea T.	Paralegal	595.00	5.40	\$3,213.00
NJH	Hall, Nathan J.	Paralegal	545.00	3.30	\$1,798.50
PEC	Cuniff, Patricia E.	Paralegal	595.00	0.20	\$119.00
LAF	Forrester, Leslie A.	Library	645.00	0.50	\$322.50
			<hr/>		
			336.30		<hr/>
					\$478,391.00

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Summary of Services by Task Code

<u>Task Code</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
AD	Asset Disposition	31.10	\$47,062.00
BL	Bankruptcy Litigation	107.20	\$149,408.00
CA	Case Administration	38.10	\$46,125.00
CO	Claims Administration and Objections	0.50	\$839.50
EC	Contract and Lease Matters	4.30	\$4,982.50
FD	First/Second Day Matters	23.60	\$31,579.50
FF	Financial Filings	0.20	\$370.00
FN	Financing/Cash Collateral/Cash Management	45.80	\$67,899.50
GC	General Creditors' Committee	18.80	\$28,016.00
HE	Hearings	4.30	\$6,224.00
IC	Insurance Coverage	9.60	\$14,581.50
LN	Litigation (Non-Bankruptcy)	1.60	\$2,565.00
OP	Operations	6.30	\$10,905.00
PD	Plan and Disclosure Statement	32.80	\$46,952.00
RFS	Relief from Stay	0.50	\$862.50
RP	PSZJ Retention	1.00	\$1,354.00
RPO	Other Professional Retention	10.60	\$18,665.00
		<hr/> 336.30	<hr/> \$478,391.00

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Summary of Expenses

<u>Description</u>	<u>Amount</u>
Bloomberg	\$67.10
Working Meals	\$28.75
Court Fees	\$100.00
Lexis/Nexis- Legal Research	\$1,225.84
Litigation Support Vendors	\$50.00
Pacer - Court Research	\$40.10
Reproduction Expense	\$129.60
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	\$1,641.39

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Asset Disposition						
11/22/2024	BJS	AD	Various emails with Province regarding case issues and various emails with Province regarding financial issues	0.50	1,725.00	\$862.50
11/22/2024	BJS	AD	Various emails with S Fleisher regarding bid pro	0.20	1,725.00	\$345.00
11/22/2024	SSC	AD	Review Kaup declaration.	0.20	1,395.00	\$279.00
11/22/2024	SSC	AD	Review Malfitano declaration.	0.20	1,395.00	\$279.00
11/22/2024	SSC	AD	Review Hagaman limited objection.	0.10	1,395.00	\$139.50
11/22/2024	SSC	AD	Review store closing sales motion.	0.40	1,395.00	\$558.00
11/22/2024	SSC	AD	Review store closing sales final proposed order.	0.50	1,395.00	\$697.50
11/22/2024	SSC	AD	Review and revise GOB order.	0.30	1,395.00	\$418.50
11/22/2024	SSC	AD	Correspond with Debtor counsel re GOB order edits.	0.10	1,395.00	\$139.50
11/22/2024	TSH	AD	Call with P. Labov re: Bid Procedures Motion (.3).	0.30	1,075.00	\$322.50
11/24/2024	TSH	AD	Calls (2x) with P. Labov re: Bid Procedures (.2).	0.20	1,075.00	\$215.00
11/25/2024	BJS	AD	Various emails with C Lydigsen regarding IB issues	0.30	1,725.00	\$517.50
11/25/2024	BJS	AD	Review Front Street's objection	0.10	1,725.00	\$172.50
11/25/2024	BJS	AD	Various emails with PSZJ/Province regarding GOB motion	0.20	1,725.00	\$345.00
11/25/2024	BJS	AD	Review Buddy Mac objection	0.40	1,725.00	\$690.00
11/25/2024	PJL	AD	Review and revise Bidding Procedures, internal communication regarding same.	2.60	1,450.00	\$3,770.00
11/25/2024	PJL	AD	Correspondence drafted to and reviewed from landlord regarding Store Closing Motion.	0.30	1,450.00	\$435.00
11/25/2024	PJL	AD	Review Store Closing Motion and Consulting Agreement.	2.60	1,450.00	\$3,770.00
11/26/2024	BJS	AD	Various emails with PSZJ regarding bid pro	0.30	1,725.00	\$517.50

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
11/26/2024	BJS	AD	Telephone conference with B Mendelsohn regarding case issues	0.20	1,725.00	\$345.00
11/26/2024	BJS	AD	Various conferences with P Labov regarding bid pro	0.50	1,725.00	\$862.50
11/26/2024	BJS	AD	Various emails with PWP regarding bid pro	0.30	1,725.00	\$517.50
11/26/2024	PJL	AD	Review and revise Bidding Procedures and Bidding Procedures Order including review of Restructuring Term Sheet and DIP Order.	3.80	1,450.00	\$5,510.00
11/26/2024	PJL	AD	Review and revise Store Closing motion, revise order and discuss with Debtors' counsel.	1.10	1,450.00	\$1,595.00
11/27/2024	BJS	AD	Attention to bid procedures/timeline	0.50	1,725.00	\$862.50
11/27/2024	BJS	AD	Review Fisher's objection	0.20	1,725.00	\$345.00
11/27/2024	BJS	AD	Telephone conference with P.Labov regarding bid pro	0.30	1,725.00	\$517.50
11/27/2024	BJS	AD	Various emails with PWP regarding sale process	0.30	1,725.00	\$517.50
11/27/2024	PJL	AD	Review and revise Bidding Procedures and Bidding Procedures Order.	3.70	1,450.00	\$5,365.00
11/27/2024	PJL	AD	Conference with B. Sandler regarding open issues on Bidding Procedures.	0.80	1,450.00	\$1,160.00
11/27/2024	SSC	AD	Review S. Kietlinski email re GOB order.	0.10	1,395.00	\$139.50
11/27/2024	SSC	AD	Telephone conference with P. Labov re GOB order.	0.20	1,395.00	\$279.00
11/28/2024	PJL	AD	Conference with B. Sandler regarding open issues on sale and DIP.	0.60	1,450.00	\$870.00
11/28/2024	PJL	AD	Review correspondence from PWP and incorporate changes to Bidding Procedures/Bid Pro Order.	2.30	1,450.00	\$3,335.00
11/29/2024	BJS	AD	Attention to bid pro/revisions	1.50	1,725.00	\$2,587.50
11/29/2024	BJS	AD	Various emails with PWP regarding bid pro	0.10	1,725.00	\$172.50
11/29/2024	BJS	AD	Telephone conference with PSZJ/PWP regarding sale process, DIP and Ducera's fee structure	0.90	1,725.00	\$1,552.50

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
11/29/2024	PJL	AD	Revisions to Bid Pros and Bid Pros Order to incorporate PWP comments and additional Committee concerns.	2.90	1,450.00	\$4,205.00
11/30/2024	RJF	AD	Kickoff call with PWP.	1.00	1,850.00	\$1,850.00
				31.10		\$47,062.00

Bankruptcy Litigation

11/21/2024	CRR	BL	Review, respond to B. Sandler re critical vendor dispute and form of order.	0.50	1,195.00	\$597.50
11/21/2024	SSC	BL	Review motion to adjourn hearing.	0.20	1,395.00	\$279.00
11/21/2024	SSC	BL	Review motion to short time re adjourn motion.	0.10	1,395.00	\$139.50
11/22/2024	CRR	BL	Send requested docket to B. Sandler.	0.40	1,195.00	\$478.00
11/22/2024	CRR	BL	Review re pending first day orders and respond to S. Cho and T. Drekel.	0.80	1,195.00	\$956.00
11/22/2024	RJF	BL	Review AHGFL discovery requests.	0.40	1,850.00	\$740.00
11/23/2024	JMD	BL	Research re Franchise Group bankruptcy issues (3.5).	3.50	1,495.00	\$5,232.50
11/23/2024	TSH	BL	Review and analyze Freedom Lenders' Discovery Requests (1.3).	1.30	1,075.00	\$1,397.50
11/24/2024	AJK	BL	Review background litigation related materials.	3.50	1,825.00	\$6,387.50
11/24/2024	BEL	BL	Review draft protective order.	0.80	1,225.00	\$980.00
11/24/2024	CRR	BL	Review re assigned first day motions and proposed final orders.	0.50	1,195.00	\$597.50
11/24/2024	GIG	BL	PSZJ call re pending motions and staffing.	1.00	1,495.00	\$1,495.00
11/24/2024	GIG	BL	Review materials re case background and potential investigations.	1.30	1,495.00	\$1,943.50
11/24/2024	GIG	BL	Review email from G. Demo re Irradiant investment.	0.10	1,495.00	\$149.50
11/24/2024	GIG	BL	Exchange emails with T. Heckel re motion to terminate exclusivity.	0.10	1,495.00	\$149.50
11/24/2024	HRW	BL	Call with A. Kornfeld re: valuation litigation (0.2).	0.20	1,075.00	\$215.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
11/24/2024	HRW	BL	Review email from B. Levine re: Debtors' draft protective order (0.1).	0.10	1,075.00	\$107.50
11/24/2024	HRW	BL	Review emails from A. Kornfeld, B. Levine, B. Sandler, R. Feinstein re: FRG database in connection with document production (0.1).	0.10	1,075.00	\$107.50
11/24/2024	JMD	BL	Team Work in Process Zoom meeting (1.0). Review materials re case status and issues (1.5).	2.50	1,495.00	\$3,737.50
11/25/2024	AJK	BL	Call with S. Hershey re litigation issues.	0.20	1,825.00	\$365.00
11/25/2024	AJK	BL	Call with B. Sandler and R. Feinstein re litigation issues.	0.40	1,825.00	\$730.00
11/25/2024	AJK	BL	Call with PSZJ team (R. Feinstein, B. Sandler, G. Demo, T. Heckel and G. Glazer re exclusivity motion issues.	0.90	1,825.00	\$1,642.50
11/25/2024	BEL	BL	Emails with G. Demo regarding discovery/diligence requests.	0.20	1,225.00	\$245.00
11/25/2024	BEL	BL	Emails with counsel for Debtors and ad hoc bondholders group regarding discovery requests.	0.30	1,225.00	\$367.50
11/25/2024	BEL	BL	Attend to multiple issues relating to Debtors document production and Everlaw review platform.	0.40	1,225.00	\$490.00
11/25/2024	BEL	BL	Review discovery requests.	1.50	1,225.00	\$1,837.50
11/25/2024	BEL	BL	Review and analyze pleadings and background material.	3.60	1,225.00	\$4,410.00
11/25/2024	BJS	BL	Various emails with B. Levine regarding protective order	0.10	1,725.00	\$172.50
11/25/2024	GIG	BL	Review Holdco lenders' exclusivity termination motion.	0.90	1,495.00	\$1,345.50
11/25/2024	GIG	BL	Review email from RLF re exclusivity motion.	0.10	1,495.00	\$149.50
11/25/2024	GIG	BL	PSZJ group litigation call.	0.80	1,495.00	\$1,196.00
11/25/2024	GIG	BL	Call with G. Demo re motion to terminate exclusivity.	0.20	1,495.00	\$299.00
11/25/2024	GIG	BL	Call with G. Demo, P. Labov re prepetition transactions.	0.40	1,495.00	\$598.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
11/25/2024	GVD	BL	Conference with G Glazer and P Labov re litigation strategy	0.40	1,395.00	\$558.00
11/25/2024	HRW	BL	Email with B. Levine re: Debtors' draft protective order (0.2).	0.20	1,075.00	\$215.00
11/25/2024	HRW	BL	Review Debtors' draft protective order (0.5).	0.50	1,075.00	\$537.50
11/25/2024	HRW	BL	Review deposition notices directed to Debtor designees (0.3).	0.30	1,075.00	\$322.50
11/25/2024	HRW	BL	Review emails from B. Levine, B. Sandler re: deposition notices directed to Debtor designees (0.2).	0.20	1,075.00	\$215.00
11/25/2024	HRW	BL	Review emails from B. Levine, A. Bates re: FRG database in connection with document production (0.2).	0.20	1,075.00	\$215.00
11/25/2024	JMD	BL	Review FTI presentation, other materials re litigation issues. (2.2).	2.20	1,495.00	\$3,289.00
11/25/2024	NJH	BL	Upload production documents received from Debtor onto review databases for analysis by attorneys.	2.10	545.00	\$1,144.50
11/25/2024	RJF	BL	Outline issues for response to trustee, exclusivity motion.	0.80	1,850.00	\$1,480.00
11/25/2024	RJF	BL	Internal call regarding response to motion for trustee, exclusivity, etc.	0.90	1,850.00	\$1,665.00
11/25/2024	SSC	BL	Review emails between T. Heckel and debtor counsel re diligence.	0.10	1,395.00	\$139.50
11/25/2024	TSH	BL	Correspond with Counsel to Debtors re: document production (.2); Call with N. Hall and counsel to Debtors re: document production (.1).	0.30	1,075.00	\$322.50
11/26/2024	AJK	BL	Call with S. Hershey re litigation issues.	0.10	1,825.00	\$182.50
11/26/2024	AJK	BL	Attention to litigation diligence issues.	0.70	1,825.00	\$1,277.50
11/26/2024	BEL	BL	Emails with PSZJ team regarding protective order.	0.10	1,225.00	\$122.50
11/26/2024	BEL	BL	Review documents produced by the Debtors.	1.20	1,225.00	\$1,470.00
11/26/2024	BEL	BL	Telephone conference with T. Heckel regarding open issues.	0.10	1,225.00	\$122.50
11/26/2024	BEL	BL	Review pleadings and background material.	2.10	1,225.00	\$2,572.50

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
11/26/2024	BEL	BL	Review documents produced by the Debtor.	1.70	1,225.00	\$2,082.50
11/26/2024	CRR	BL	Review, comments to first day orders.	1.20	1,195.00	\$1,434.00
11/26/2024	GIG	BL	Prepare opposition to Holdco lender exclusivity motion.	2.80	1,495.00	\$4,186.00
11/26/2024	GIG	BL	Research re HoldCo lender exclusivity motion.	3.40	1,495.00	\$5,083.00
11/26/2024	GIG	BL	Review emails from G. Demo, P. Labov re SEC complaint.	0.10	1,495.00	\$149.50
11/26/2024	GIG	BL	Exchange emails with G. Demo re exclusivity motion and research.	0.60	1,495.00	\$897.00
11/26/2024	GVD	BL	Conference with H Winograd re capital structure and valuation issues	0.90	1,395.00	\$1,255.50
11/26/2024	GVD	BL	Research case law re exclusivity and appointment of chapter 11 trustee and correspondence with G Glazer re same	5.10	1,395.00	\$7,114.50
11/26/2024	GVD	BL	Review DOJ/SEC complaint re Kahn	0.70	1,395.00	\$976.50
11/26/2024	GVD	BL	Conference with B Levine re open litigation issues	0.50	1,395.00	\$697.50
11/26/2024	HRW	BL	Email with G. Demo re: debt structure and related issues in connection with valuation litigation (0.1).	0.10	1,075.00	\$107.50
11/26/2024	HRW	BL	Email with G. Demo re: debt structure and related issues in connection with valuation litigation (0.8).	0.80	1,075.00	\$860.00
11/26/2024	HRW	BL	Email with B. Levine, A. Kornfeld re: discovery requests to Debtors (0.2).	0.20	1,075.00	\$215.00
11/26/2024	HRW	BL	Email with A. Kornfeld re: valuation litigation (0.1).	0.10	1,075.00	\$107.50
11/26/2024	HRW	BL	Review email from B. Levine re: documents in response to the second lien document requests (0.1).	0.10	1,075.00	\$107.50
11/26/2024	HRW	BL	Review emails from B. Levine, N. Hall re: document production categories in Everlaw (0.1).	0.10	1,075.00	\$107.50
11/26/2024	HRW	BL	Review case background materials, including exclusivity motion, First Day Declaration, FTI pitchbook, and related documents (3.0).	3.00	1,075.00	\$3,225.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
11/26/2024	HRW	BL	Review emails from T. Heckel, A. Occhipinti re: Debtors' draft protective order (0.1).	0.10	1,075.00	\$107.50
11/26/2024	JMD	BL	Review materials re claims and investigation (0.8).	0.80	1,495.00	\$1,196.00
11/26/2024	LAF	BL	Legal research re: Motion to convert.	0.50	645.00	\$322.50
11/26/2024	NJH	BL	Upload production documents received from Debtor onto review databases for analysis by attorneys.	1.20	545.00	\$654.00
11/26/2024	PJL	BL	Review possible litigation targets.	2.90	1,450.00	\$4,205.00
11/26/2024	RJF	BL	Emails regarding confidentiality order.	0.10	1,850.00	\$185.00
11/26/2024	RJF	BL	Review Debtors and 2L's discovery requests.	0.40	1,850.00	\$740.00
11/27/2024	AJK	BL	Review and respond to e-mails re discovery issues.	0.20	1,825.00	\$365.00
11/27/2024	AJK	BL	Review discovery requests.	0.70	1,825.00	\$1,277.50
11/27/2024	BEL	BL	Review documents.	2.70	1,225.00	\$3,307.50
11/27/2024	BEL	BL	Review deposition notices.	0.10	1,225.00	\$122.50
11/27/2024	CRR	BL	Review deposition notices re scheduling, WIP.	0.60	1,195.00	\$717.00
11/27/2024	GIG	BL	Exchange emails with G. Demo re exclusivity research.	0.30	1,495.00	\$448.50
11/27/2024	GIG	BL	Research re exclusivity motion.	2.60	1,495.00	\$3,887.00
11/27/2024	GIG	BL	Prepare opposition to Holdco lender exclusivity motion.	1.80	1,495.00	\$2,691.00
11/27/2024	GVD	BL	Review cases re termination of automatic stay in Freedom Lenders motion	1.40	1,395.00	\$1,953.00
11/27/2024	GVD	BL	Correspondence with G Glazer re Lucky Buck case and motion to terminate exclusivity and appoint trustee	0.30	1,395.00	\$418.50
11/27/2024	GVD	BL	Review case research re exclusivity termination re Freedom Lender motion	1.10	1,395.00	\$1,534.50
11/27/2024	HRW	BL	Email with A. Kornfeld re: valuation litigation (0.1).	0.10	1,075.00	\$107.50
11/27/2024	HRW	BL	Call with A. Kornfeld re: valuation litigation (0.2).	0.20	1,075.00	\$215.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
11/27/2024	HRW	BL	Email with B. Levine re: document production in response to Freedom Lenders' discovery requests (0.1).	0.10	1,075.00	\$107.50
11/27/2024	JMD	BL	Review filings and reports re claims and investigation (0.8).	0.80	1,495.00	\$1,196.00
11/27/2024	PJL	BL	Review potential litigation targets.	2.30	1,450.00	\$3,335.00
11/27/2024	PJL	BL	Conference with G. Demo and G. Glazer regarding open litigation issues.	0.40	1,450.00	\$580.00
11/27/2024	RJF	BL	Review complaint to extend the automatic stay to CEO.	0.40	1,850.00	\$740.00
11/28/2024	BJS	BL	Review and analysis re Chancery Court Complaint against B Riley.	0.70	1,725.00	\$1,207.50
11/28/2024	GIG	BL	Exchange emails with G. Demo re exclusivity research.	0.20	1,495.00	\$299.00
11/28/2024	GIG	BL	Research re exclusivity motion.	2.40	1,495.00	\$3,588.00
11/28/2024	GIG	BL	Prepare response to lender exclusivity motion.	2.70	1,495.00	\$4,036.50
11/28/2024	GIG	BL	Review emails from G. Demo, P. Labov re class action complaint.	0.10	1,495.00	\$149.50
11/28/2024	GVD	BL	Review relief from stay cases re exclusivity and correspondence with G Glazer re same	0.40	1,395.00	\$558.00
11/28/2024	GVD	BL	Review class action complaint re take private transaction	0.30	1,395.00	\$418.50
11/29/2024	AJK	BL	Review opposition to Holdco debtors' motion to terminate exclusivity.	1.30	1,825.00	\$2,372.50
11/29/2024	AJK	BL	Work on opposition to Trustee motion.	0.70	1,825.00	\$1,277.50
11/29/2024	CRR	BL	Continue review of first day pleadings and preparation of comments to same.	2.40	1,195.00	\$2,868.00
11/29/2024	CRR	BL	Review email from B. Sandler re motion to shorten and begin prepare.	0.60	1,195.00	\$717.00
11/29/2024	GIG	BL	Exchange emails with G. Demo re depositions re exclusivity.	0.10	1,495.00	\$149.50
11/29/2024	GIG	BL	Exchange emails with G. Demo re exclusivity research.	0.20	1,495.00	\$299.00
11/29/2024	GIG	BL	Research re exclusivity motion.	1.80	1,495.00	\$2,691.00
11/29/2024	GIG	BL	Prepare response to lender exclusivity motion.	2.10	1,495.00	\$3,139.50

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11/29/2024	GVD	BL	Correspondence with G Glazer on research re exclusivity and trustee cases	0.50	1,395.00	\$697.50
11/30/2024	BEL	BL	Review discovery notice and prepare deposition calendar.	0.60	1,225.00	\$735.00
11/30/2024	GIG	BL	Review emails from J. Dine, B. Levine re Holdco lender depositions.	0.10	1,495.00	\$149.50
11/30/2024	GIG	BL	Review email and comments from G. Demo to response to exclusivity motion.	0.40	1,495.00	\$598.00
11/30/2024	GVD	BL	Review and revise draft response to motion to terminate exclusivity	2.00	1,395.00	\$2,790.00
11/30/2024	JMD	BL	Review shareholder complaint (1.5). Review Ad Hoc Freedom Lender deposition filings (2.5).	4.00	1,495.00	\$5,980.00
11/30/2024	SSC	BL	Review and analysis re motion to appoint chapter 11 trustee related issues.	0.20	1,395.00	\$279.00
				107.20		\$149,408.00

Case Administration

11/21/2024	BJS	CA	Various emails with A Bates regarding critical dates and WIP	0.10	1,725.00	\$172.50
11/21/2024	PJL	CA	Conference with B. Sandler regarding open issues.	1.10	1,450.00	\$1,595.00
11/21/2024	PJL	CA	Review First Day Declaration and other first day pleadings per B. Sandler.	2.30	1,450.00	\$3,335.00
11/21/2024	RJF	CA	Emails B. Sandler regarding staffing, WIP items.	0.30	1,850.00	\$555.00
11/21/2024	SSC	CA	Review emails re case status from B. Sandler.	0.10	1,395.00	\$139.50
11/21/2024	SSC	CA	Review emails re WIP list from B. Sandler.	0.10	1,395.00	\$139.50
11/21/2024	SSC	CA	Emails with B. Sandler re WIP.	0.20	1,395.00	\$279.00
11/21/2024	SSC	CA	Telephone conference with T. Heckel re case status.	0.10	1,395.00	\$139.50
11/22/2024	ATB	CA	Update contact list (1.1); review docket and draft critical dates memo (1.2); draft bylaws (.7)	3.00	595.00	\$1,785.00

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11/22/2024	ATB	CA	Draft notice of appearance (.3); file same (.2); draft pro hac vices for R. Feinstein, A. Kornfeld , and T. Heckel (.8); file same (.3).	1.60	595.00	\$952.00
11/22/2024	ATB	CA	Update committee and professionals list serv (.2); revise contact list (.4); create Everlaw new project request (.2).	0.80	595.00	\$476.00
11/22/2024	BJS	CA	Telephone conference with White & Case regarding case issues	0.50	1,725.00	\$862.50
11/22/2024	BJS	CA	Review critical dates and discuss with A.Bates	0.10	1,725.00	\$172.50
11/22/2024	BJS	CA	Telephone conference with Willkie regarding case issues	0.50	1,725.00	\$862.50
11/22/2024	RJF	CA	Kickoff call with Debtors' counsel.	0.50	1,850.00	\$925.00
11/22/2024	RJF	CA	Review Notice of Appearance and pro hac.	0.20	1,850.00	\$370.00
11/22/2024	SSC	CA	Review notice of appearance.	0.10	1,395.00	\$139.50
11/22/2024	SSC	CA	Correspond re WIP call.	0.10	1,395.00	\$139.50
11/22/2024	TSH	CA	Correspond with A. Bates re: outstanding workstreams (.2); Call with B. Sandler, R. Feinstein, and counsel to Debtors re: background and case status (.6); Review and revise Notice of Appearance (.2); Call with A. Bates re: Notice of Appearance (.1).	1.10	1,075.00	\$1,182.50
11/22/2024	TSH	CA	Draft WIP List (1.9); Draft Contact List (.6); Correspond with PSZJ team re: WIP List (.2).	2.70	1,075.00	\$2,902.50
11/24/2024	AJK	CA	WIP meeting.	1.00	1,825.00	\$1,825.00
11/24/2024	BEL	CA	WIP call.	1.00	1,225.00	\$1,225.00
11/24/2024	BJS	CA	PSZJ WIP Call	1.00	1,725.00	\$1,725.00
11/24/2024	CRR	CA	Attend WIP call with PSZJ team.	1.00	1,195.00	\$1,195.00
11/24/2024	ECO	CA	E-mails with Theodore Heckel re updates on case.	0.20	795.00	\$159.00
11/24/2024	ECO	CA	Conference call with Bradford Sandler/PSZJ team re discussion of case and tasks going forward.	1.00	795.00	\$795.00
11/24/2024	GVD	CA	Attend WIP call	1.00	1,395.00	\$1,395.00
11/24/2024	HRW	CA	Participate in WIP call (1.0).	1.00	1,075.00	\$1,075.00
11/24/2024	IAWN	CA	WIP meeting re status of case.	1.00	1,525.00	\$1,525.00

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11/24/2024	JJK	CA	PSZJ team conference call on case issues	1.00	1,295.00	\$1,295.00
11/24/2024	PJL	CA	Attend all hands call on WIP.	1.10	1,450.00	\$1,595.00
11/24/2024	PJL	CA	Review various first day pleadings to prepare for all-hands call.	1.20	1,450.00	\$1,740.00
11/24/2024	RJF	CA	Internal WIP call.	1.00	1,850.00	\$1,850.00
11/24/2024	SSC	CA	All hands PSZJ call re coordinating workstreams.	1.00	1,395.00	\$1,395.00
11/24/2024	TSH	CA	Correspond with H. Winograd re: matter background (.1); Draft revisions to WIP List (1.5); Call with B. Sandler re: case strategy and outstanding workstreams (.6); Call with B. Sandler, R. Feinstein, and counsel to 1L Ad Hoc Group re: case issues (.6).	2.80	1,075.00	\$3,010.00
11/24/2024	TSH	CA	Attend PSZJ WIP Call (1.0); Correspond with counsel to Debtors re: initial diligence requests (.3); Correspond with B. Sandler re: outstanding workstreams (.2); Correspond with Province team re: outstanding workstreams (.2).	1.70	1,075.00	\$1,827.50
11/25/2024	BJS	CA	Various emails with Province regarding WIP	0.10	1,725.00	\$172.50
11/25/2024	BJS	CA	Review and revise bylaws and telephone conference with T.Heckel regarding same	0.40	1,725.00	\$690.00
11/25/2024	PEC	CA	Coordinate preparation of 2002 Service List	0.20	595.00	\$119.00
11/25/2024	TSH	CA	Confer with B. Wallen (2x) re: case status and outstanding workstreams (.8).	0.80	1,075.00	\$860.00
11/25/2024	TSH	CA	Call with M. Litvak re: case status and outstanding workstreams (.4); Draft Contact List (.8)	1.20	1,075.00	\$1,290.00
11/26/2024	TSH	CA	Call with B. Sandler, R. Feinstein, and counsel to 1L Ad Hoc Group re: case issues (.5); Correspond with B. Sandler re: outstanding workstreams (.1).	0.60	1,075.00	\$645.00
11/26/2024	TSH	CA	Correspond with Committee Members re: open issues (.1); Call with B. Sandler re: outstanding workstreams and case strategy (.2).	0.30	1,075.00	\$322.50

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11/26/2024	TSH	CA	Call with B. Feldman (WFG) re: case issues (.1); Call with B. Levine re: outstanding workstreams (.1); Correspond with E. Corma re: outstanding workstreams (.1); Correspond with B. Sandler, R. Feinstein, and P. Labov re: case timeline considerations (.2).	0.50	1,075.00	\$537.50
11/27/2024	BJS	CA	Various emails with Committee regarding bylaws and review Debtors changes to Art 9	0.20	1,725.00	\$345.00
11/27/2024	BJS	CA	Various emails with B Finestone and B Lehane regarding case issues	0.10	1,725.00	\$172.50
11/28/2024	TSH	CA	Correspond with B. Sandler re: outstanding workstreams (.2).	0.20	1,075.00	\$215.00
				38.10		\$46,125.00

Claims Administration and Objections

11/24/2024	BJS	CO	Review Freedom Lender's 2019	0.10	1,725.00	\$172.50
11/26/2024	BJS	CO	Review Administration Claims Motion	0.30	1,725.00	\$517.50
11/26/2024	GIG	CO	Review emails re bar date order.	0.10	1,495.00	\$149.50
				0.50		\$839.50

Contract and Lease Matters

11/21/2024	SSC	EC	Review first omnibus motion to reject.	0.20	1,395.00	\$279.00
11/22/2024	SSC	EC	Analysis re first omnibus rejection motion.	0.10	1,395.00	\$139.50
11/22/2024	SSC	EC	Correspond with Province re first omnibus rejection motion.	0.10	1,395.00	\$139.50
11/25/2024	BJS	EC	Various emails with B Wallen regarding lease rejection motion	0.10	1,725.00	\$172.50
11/25/2024	BLW	EC	Review rejection motion and docket and correspond re: same (.3); calls with Mr. Heckel (3x) re: foregoing and case updates/status (.8).	1.10	975.00	\$1,072.50
11/26/2024	BLW	EC	Review, diligence, and outline issues with first/second rejection motions and comments to proposed orders.	1.20	975.00	\$1,170.00
11/27/2024	BLW	EC	Correspond re: rejection motions.	0.40	975.00	\$390.00

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11/27/2024	SSC	EC	Emails with and from B. Wallen re second omnibus lease rejection.	0.20	1,395.00	\$279.00
11/28/2024	BJS	EC	Various emails with A Selick regarding rejection motions	0.20	1,725.00	\$345.00
11/29/2024	BJS	EC	Review rejection motion	0.30	1,725.00	\$517.50
11/29/2024	CRR	EC	Review Debtors' third omnibus lease rejection motion.	0.40	1,195.00	\$478.00
				4.30		\$4,982.50

First/Second Day Matters

11/21/2024	SSC	FD	Review portions of first day hearing transcript.	0.30	1,395.00	\$418.50
11/21/2024	SSC	FD	Review docket re first day motions.	0.10	1,395.00	\$139.50
11/21/2024	SSC	FD	Correspond with C. Robinson re first day motions.	0.20	1,395.00	\$279.00
11/21/2024	SSC	FD	Review and analysis re first day declaration.	0.70	1,395.00	\$976.50
11/21/2024	SSC	FD	Review and analysis re critical vendor motion.	0.50	1,395.00	\$697.50
11/21/2024	SSC	FD	Review and analysis re second interim critical vendor order.	0.20	1,395.00	\$279.00
11/21/2024	SSC	FD	Review and revise critical vendor order.	0.40	1,395.00	\$558.00
11/21/2024	SSC	FD	Review and revise critical vendor trade agreement.	0.30	1,395.00	\$418.50
11/22/2024	GVD	FD	Review first day declaration and materials	0.40	1,395.00	\$558.00
11/22/2024	JJK	FD	Review first day declaration	1.00	1,295.00	\$1,295.00
11/22/2024	PJL	FD	Review first day declaration (1.5) and Disclosure statement (1.7)	3.20	1,450.00	\$4,640.00
11/22/2024	RJF	FD	Review hearing transcript regarding critical vendors.	0.30	1,850.00	\$555.00
11/22/2024	SSC	FD	Correspond with Willkie re critical vendor order edits.	0.10	1,395.00	\$139.50
11/22/2024	SSC	FD	Review and analysis re revised critical vendor order and trade agreement edits and emails re same.	0.30	1,395.00	\$418.50
11/23/2024	TSH	FD	Review and analyze Critical Vendors Motion (.5).	0.50	1,075.00	\$537.50

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11/25/2024	BJS	FD	Various emails with PSZJ regarding NOLs	0.20	1,725.00	\$345.00
11/25/2024	GVD	FD	Review and comment on NOL motion	1.30	1,395.00	\$1,813.50
11/25/2024	GVD	FD	Review and comment on cash management motion	0.90	1,395.00	\$1,255.50
11/25/2024	GVD	FD	Review tax motion and comment on same	0.60	1,395.00	\$837.00
11/25/2024	GVD	FD	Review HoldCo Lenders motion to terminate exclusivity (0.3); conference with PSZJ working group re same (0.8); follow up conference with G Glazer re same (0.2)	1.30	1,395.00	\$1,813.50
11/25/2024	GVD	FD	Review first day declaration and RSA	1.30	1,395.00	\$1,813.50
11/25/2024	HRW	FD	Review first day pleadings and related case background (1.0).	1.00	1,075.00	\$1,075.00
11/25/2024	RJF	FD	Emails regarding NOL motion.	0.20	1,850.00	\$370.00
11/25/2024	SSC	FD	Review G. Demo emails re first day orders review.	0.20	1,395.00	\$279.00
11/26/2024	CRR	FD	Review WIP re open first day matters.	0.30	1,195.00	\$358.50
11/26/2024	GVD	FD	Correspondence with debtor re revisions to NOL and tax motion	0.30	1,395.00	\$418.50
11/26/2024	GVD	FD	Conference with Province re cash management issues	0.50	1,395.00	\$697.50
11/27/2024	CRR	FD	Review first day pleadings.	1.20	1,195.00	\$1,434.00
11/27/2024	SSC	FD	Review status of first day orders from G. Demo, T. Heckel.	0.10	1,395.00	\$139.50
11/27/2024	SSC	FD	Review and analysis re critical vendor order additional edit needed and email to debtors' counsel re same.	0.20	1,395.00	\$279.00
11/27/2024	SSC	FD	Draft summary of critical vendor order and trade agreement issues for Committee.	0.30	1,395.00	\$418.50
11/27/2024	SSC	FD	Telephone conference with E. Corma re first day order summaries needed.	0.10	1,395.00	\$139.50
11/27/2024	SSC	FD	Correspond with E. Corma re first day order summaries needed.	0.20	1,395.00	\$279.00
11/27/2024	SSC	FD	Correspond with PSZJ re first day order summaries.	0.20	1,395.00	\$279.00

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11/27/2024	SSC	FD	Correspond with R. Feinstein re plan related motions.	0.10	1,395.00	\$139.50
11/27/2024	TSH	FD	Review and analyze First Day Declaration (.6).	0.60	1,075.00	\$645.00
11/30/2024	CRR	FD	Review, revise various first day orders.	3.70	1,195.00	\$4,421.50
11/30/2024	SSC	FD	Review and analysis re insurance order edits from I. Nasitir and correspond re same.	0.30	1,395.00	\$418.50
				23.60		\$31,579.50

Financial Filings

11/26/2024	RJF	FF	Emails regarding debtors' motion to extend time to file schedules.	0.20	1,850.00	\$370.00
				0.20		\$370.00

Financing/Cash Collateral/Cash Management

11/21/2024	BJS	FN	Review deposition notices/discovery and various emails with PSZJ regarding same	0.20	1,725.00	\$345.00
11/21/2024	MBL	FN	Initial review of DIP loan pleadings.	0.60	1,525.00	\$915.00
11/22/2024	AJK	FN	Review pleadings and documents in connection with DIP.	1.70	1,825.00	\$3,102.50
11/22/2024	BJS	FN	Various emails with J Goldstein regarding Committee/1L call	0.10	1,725.00	\$172.50
11/22/2024	RJF	FN	Review DIP financing motion and interim order.	1.30	1,850.00	\$2,405.00
11/22/2024	RJF	FN	Kickoff call with second lien lenders.	0.50	1,850.00	\$925.00
11/22/2024	RJF	FN	Review Province financial update.	0.20	1,850.00	\$370.00
11/22/2024	TSH	FN	Review and analyze DIP Motion (1.7); Review and analyze Interim DIP Order (.9).	2.60	1,075.00	\$2,795.00
11/23/2024	BJS	FN	Review DIP Motion, 1st day affidavit and bid procedures	2.50	1,725.00	\$4,312.50
11/23/2024	BJS	FN	Various emails with PSZJ regarding DIP	0.50	1,725.00	\$862.50
11/23/2024	MBL	FN	Continue review of background and financing pleadings.	0.20	1,525.00	\$305.00
11/24/2024	BJS	FN	Telephone conference with Paul Hastings regarding 1L issues	0.50	1,725.00	\$862.50

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11/24/2024	BJS	FN	Review revised DIP Order	0.40	1,725.00	\$690.00
11/24/2024	MBL	FN	Emails with team re DIP pending tasks.	0.10	1,525.00	\$152.50
11/24/2024	RJF	FN	Kickoff call with 1L lenders' counsel.	0.60	1,850.00	\$1,110.00
11/25/2024	BJS	FN	Various emails with PSZJ regarding depositions	0.20	1,725.00	\$345.00
11/25/2024	BJS	FN	Various emails with PSZJ regarding DIP	0.20	1,725.00	\$345.00
11/25/2024	MBL	FN	Update call with T. Heckel re DIP and case issues and status.	0.40	1,525.00	\$610.00
11/25/2024	MBL	FN	Review DIP and background pleadings.	2.50	1,525.00	\$3,812.50
11/25/2024	MBL	FN	Draft DIP issues list.	1.00	1,525.00	\$1,525.00
11/25/2024	MBL	FN	Emails with team re DIP issues.	0.20	1,525.00	\$305.00
11/25/2024	TSH	FN	Review and analyze DIP Motion (.8); Review and analyze Prepetition Debt Documents (2.2); Review and analyze Cash Management Motion (.7); Draft Emergency Motion to Adjourn Final DIP Hearing (3.1).	6.80	1,075.00	\$7,310.00
11/26/2024	BJS	FN	Various conferences with T Heckel regarding DIP and bid pro	0.40	1,725.00	\$690.00
11/26/2024	BJS	FN	Telephone conference with 1Ls regarding case issues	0.50	1,725.00	\$862.50
11/26/2024	BJS	FN	Telephone conference with C Casas regarding DIP	0.70	1,725.00	\$1,207.50
11/26/2024	BJS	FN	Various emails with M.Litvak regarding DIP issues	0.30	1,725.00	\$517.50
11/26/2024	GIG	FN	Review emails from Perella re DIP financing.	0.10	1,495.00	\$149.50
11/26/2024	MBL	FN	Review and comment on motion to adjourn DIP and DS hearings (.3); emails with team re same(.1)	0.40	1,525.00	\$610.00
11/26/2024	MBL	FN	Revise DIP issues list (0.3); coordinate same with team (0.1).	0.40	1,525.00	\$610.00
11/26/2024	MBL	FN	Review prepetition loan and security documents.	1.00	1,525.00	\$1,525.00
11/26/2024	MBL	FN	Further emails with team re timing issues and status.	0.10	1,525.00	\$152.50
11/26/2024	MBL	FN	Emails with lender counsel re UCC searches.	0.10	1,525.00	\$152.50

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11/26/2024	RJF	FN	Call with IL's regarding DIP, plan issues.	0.80	1,850.00	\$1,480.00
11/26/2024	RJF	FN	Telephone conferences with B. Sandler regarding meeting with 1L lenders and DIP issues.	0.30	1,850.00	\$555.00
11/26/2024	RJF	FN	Correspondence with 1L's and 2L's counsel regarding hearings, DIP, etc.	0.30	1,850.00	\$555.00
11/26/2024	TSH	FN	Draft Emergency Motion to Adjourn Final DIP Hearing (2.9); Conduct research re: Emergency Motion to Adjourn Final DIP Hearing (1.4); Draft revisions to Emergency Motion to Adjourn Final DIP Hearing (1.0).	5.30	1,075.00	\$5,697.50
11/27/2024	BJS	FN	Telephone conference with B Lehane regarding DIP	0.40	1,725.00	\$690.00
11/27/2024	BJS	FN	Telephone conference with R Feinstein regarding DIP and plan	0.30	1,725.00	\$517.50
11/27/2024	BJS	FN	Analysis regarding DIP stats	0.30	1,725.00	\$517.50
11/27/2024	BJS	FN	Various emails with J Goldstein and D Fliman regarding DIP/Disclosure Statement hearing	0.10	1,725.00	\$172.50
11/27/2024	BJS	FN	Analysis regarding DIP issues/potential resolutions	0.40	1,725.00	\$690.00
11/27/2024	BJS	FN	Telephone conference with D Sinclair regarding DIP/Plan issues	0.50	1,725.00	\$862.50
11/27/2024	BJS	FN	Various emails with Province regarding DIP	0.10	1,725.00	\$172.50
11/27/2024	BJS	FN	Various emails with W&C regarding 2nd day motions and DIP	0.10	1,725.00	\$172.50
11/27/2024	MBL	FN	Emails with team re timing issues and settlement options.	0.20	1,525.00	\$305.00
11/27/2024	MBL	FN	Review and revise DIP issues list with comments from team; emails with team re same.	0.30	1,525.00	\$457.50
11/27/2024	RJF	FN	Review and comment on revised DIP issues list.	0.30	1,850.00	\$555.00
11/27/2024	RJF	FN	Internal emails regarding DIP discovery.	0.30	1,850.00	\$555.00
11/27/2024	RJF	FN	Review Debtors' notices of deposition of Holdco and 2L noteholders.	0.30	1,850.00	\$555.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
11/28/2024	BJS	FN	Various emails with Province/PSZJ regarding DIP and review revised DIP issues list	0.20	1,725.00	\$345.00
11/28/2024	MBL	FN	Revise DIP issues list with Province comments; emails with team and Province re same.	0.20	1,525.00	\$305.00
11/29/2024	BJS	FN	Attention to DIP motion/issues/settlement	2.00	1,725.00	\$3,450.00
11/29/2024	BJS	FN	Various emails with PSZJ regarding DIP	0.10	1,725.00	\$172.50
11/29/2024	MBL	FN	Emails with team re DIP issues list and adjournment motion.	0.20	1,525.00	\$305.00
11/29/2024	RJF	FN	Kickoff call with PWP.	1.00	1,850.00	\$1,850.00
11/29/2024	RJF	FN	Emails 1L counsel, B. Sandler regarding DIP.	0.30	1,850.00	\$555.00
11/29/2024	TSH	FN	Draft revisions to Motion to Adjourn Final DIP Hearing (1.3).	1.30	1,075.00	\$1,397.50
11/30/2024	BJS	FN	Attention to DIP Motion/issues and various emails with PSZJ regarding same	2.50	1,725.00	\$4,312.50
11/30/2024	MBL	FN	Revise DIP issues list with B. Sandler input; emails with team re same and DIP timing.	0.30	1,525.00	\$457.50
11/30/2024	RJF	FN	Telephone conference with B. Sandler regarding DIP.	0.10	1,850.00	\$185.00
				45.80		\$67,899.50

General Creditors' Committee

11/21/2024	AJK	GC	Attend UCC meeting.	1.50	1,825.00	\$2,737.50
11/21/2024	BJS	GC	Committee Meeting regarding FA interviews and case issues	2.00	1,725.00	\$3,450.00
11/21/2024	TSH	GC	Attend Committee Meeting (1.5).	1.50	1,075.00	\$1,612.50
11/22/2024	PJL	GC	Meeting with P. Madarino regarding Franchise Group BK.	0.90	1,450.00	\$1,305.00
11/24/2024	RJF	GC	Emails ex officio committee member requests.	0.10	1,850.00	\$185.00
11/25/2024	AJK	GC	UCC meeting.	2.00	1,825.00	\$3,650.00
11/25/2024	BJS	GC	Prepare for Committee Call	0.40	1,725.00	\$690.00
11/25/2024	BJS	GC	Committee call	1.90	1,725.00	\$3,277.50
11/25/2024	HRW	GC	Review emails from B. Sandler and Committee re: IB update (0.2).	0.20	1,075.00	\$215.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
11/25/2024	RJF	GC	Committee call to interview investment bankers.	1.90	1,850.00	\$3,515.00
11/25/2024	TSH	GC	Draft Committee Bylaws (1.1); Call with B. Sandler re: Committee Bylaws (.2); Draft revisions to Committee Bylaws (.4); Prepare for Committee Meeting (.1); Attend Committee Meeting (1.9).	3.70	1,075.00	\$3,977.50
11/26/2024	BJS	GC	Various emails with A Morris regarding bylaws	0.10	1,725.00	\$172.50
11/26/2024	BJS	GC	Review Confi revisions to bylaws	0.10	1,725.00	\$172.50
11/26/2024	RJF	GC	Review Debtor comments to bylaws.	0.10	1,850.00	\$185.00
11/27/2024	ECO	GC	E-mails/call with Shirley Cho re discussion of first day motions.	0.30	795.00	\$238.50
11/27/2024	TSH	GC	Correspond with Committee Members re: Committee Bylaws (.3).	0.30	1,075.00	\$322.50
11/29/2024	PJL	GC	Conference with PWP regarding open issues.	1.00	1,450.00	\$1,450.00
11/29/2024	TSH	GC	Draft revisions to Committee Bylaws (.5); Correspond with counsel to Debtors re: Committee Bylaws (.3).	0.80	1,075.00	\$860.00
				18.80		\$28,016.00

Hearings

11/21/2024	CRR	HE	Email chambers re emergency hearing.	0.20	1,195.00	\$239.00
11/21/2024	CRR	HE	Attend emergency hearing re critical vendor dispute.	1.00	1,195.00	\$1,195.00
11/21/2024	RJF	HE	Telephone conference with B. Sandler and debtors' counsel regarding emergency hearing on CV.	0.30	1,850.00	\$555.00
11/21/2024	SSC	HE	Review emails re hearing from A. Bates.	0.10	1,395.00	\$139.50
11/21/2024	TSH	HE	Attend November 21 Hearing re: Critical Vendors Motion (.9).	0.90	1,075.00	\$967.50
11/22/2024	SSC	HE	Review 11/21 hearing transcript.	0.30	1,395.00	\$418.50
11/26/2024	CRR	HE	Review COC re omnibus hearing date.	0.10	1,195.00	\$119.50
11/26/2024	RJF	HE	Review and comment on motion for adjournment.	0.30	1,850.00	\$555.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
11/27/2024	RJF	HE	Emails 2L counsel regarding upcoming hearings.	0.30	1,850.00	\$555.00
11/27/2024	RJF	HE	Internal emails regarding motion to adjourn DIP and other hearings.	0.50	1,850.00	\$925.00
11/29/2024	RJF	HE	Emails regarding motion to adjourn.	0.20	1,850.00	\$370.00
11/29/2024	RJF	HE	Telephone conference with B. Sandler regarding motion to adjourn.	0.10	1,850.00	\$185.00
				4.30		\$6,224.00

Insurance Coverage

11/21/2024	SSC	IC	Review and analysis re insurance motion.	0.30	1,395.00	\$418.50
11/21/2024	SSC	IC	Review and analysis re interim insurance order.	0.10	1,395.00	\$139.50
11/21/2024	SSC	IC	Email to PSZJ internal re insurance.	0.10	1,395.00	\$139.50
11/21/2024	SSC	IC	Telephone conference with I. Nasitir re insurance motion.	0.10	1,395.00	\$139.50
11/22/2024	RJF	IC	Emails S. Cho regarding insurance motion.	0.10	1,850.00	\$185.00
11/22/2024	SSC	IC	Analysis re insurance motion.	0.10	1,395.00	\$139.50
11/23/2024	IAWN	IC	Review first day motion re insurance.	0.80	1,525.00	\$1,220.00
11/23/2024	IAWN	IC	Review transcript of hearing first day.	0.50	1,525.00	\$762.50
11/23/2024	IAWN	IC	Analyze exhibit to motion.	1.80	1,525.00	\$2,745.00
11/26/2024	IAWN	IC	Exchange emails with N. Hall re access to policies.	0.10	1,525.00	\$152.50
11/26/2024	IAWN	IC	Review diligence request and comment re same.	0.30	1,525.00	\$457.50
11/29/2024	IAWN	IC	Review insurance motion and final order.	1.60	1,525.00	\$2,440.00
11/29/2024	IAWN	IC	Revise final order.	0.30	1,525.00	\$457.50
11/30/2024	IAWN	IC	Review 2024 directors and officers policies and structure.	3.40	1,525.00	\$5,185.00
				9.60		\$14,581.50

Litigation (Non-Bankruptcy)

11/27/2024	AJK	LN	Review chancery court complaint.	0.70	1,825.00	\$1,277.50
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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
11/28/2024	CRR	LN	Review, send chancery court complaint per request of B. Sandler.	0.50	1,195.00	\$597.50
11/30/2024	BJS	LN	Review Chancery Court complaint	0.40	1,725.00	\$690.00
				1.60		\$2,565.00

Operations

11/19/2024	RJF	OP	Emails Ben Wallen regarding franchisee group.	0.10	1,850.00	\$185.00
11/21/2024	BJS	OP	Prepare for emergency hearing.	2.50	1,725.00	\$4,312.50
11/21/2024	BJS	OP	Various emails with PSZJ regarding operational motions	1.00	1,725.00	\$1,725.00
11/21/2024	BJS	OP	Correspond with D Sinclair regarding case issues	0.10	1,725.00	\$172.50
11/21/2024	BJS	OP	Correspond with Province regarding operational issues and CV payments	0.40	1,725.00	\$690.00
11/22/2024	BJS	OP	Correspond with PSZJ regarding operational motions, governance docs (1.0) and review governance documents (0.5)	1.50	1,725.00	\$2,587.50
11/25/2024	BJS	OP	Review CV Report	0.10	1,725.00	\$172.50
11/25/2024	RJF	OP	Emails regarding tax motion.	0.10	1,850.00	\$185.00
11/26/2024	BJS	OP	Attention to cash management issues	0.30	1,725.00	\$517.50
11/26/2024	RJF	OP	Review critical vendor report.	0.10	1,850.00	\$185.00
11/27/2024	BJS	OP	Various emails with T.Heckel regarding 2nd day motion	0.10	1,725.00	\$172.50
				6.30		\$10,905.00

Plan and Disclosure Statement

11/24/2024	JJK	PD	Review plan/DS and research plan issues.	2.50	1,295.00	\$3,237.50
11/24/2024	JJK	PD	Review plan issues	1.00	1,295.00	\$1,295.00
11/25/2024	BJS	PD	Telephone conference with R.Feinstein regarding plan issues, strategy and telephone conference with A.Kornfeld regarding valuation	0.50	1,725.00	\$862.50
11/25/2024	BJS	PD	Telephone conference with PSZJ regarding 2L motion to term exclusivity/appoint trustee	0.90	1,725.00	\$1,552.50

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11/25/2024	JJK	PD	Review plan (2.0), Disclosure Statement (1.0), case docs (1.0) and prepare plan summary and issues memo(.9), research plan/case issues (1.0)	5.90	1,295.00	\$7,640.50
11/25/2024	RJF	PD	Telephone conference with B. Sandler and A. Kornfeld regarding valuation issues.	0.50	1,850.00	\$925.00
11/25/2024	TSH	PD	Review and analyze Motion to Terminate Exclusivity and Appoint Trustee (1.2).	1.20	1,075.00	\$1,290.00
11/25/2024	TSH	PD	Call with PSZJ team re: Motion to Appoint Terminate Exclusivity and Appoint Trustee (.9).	0.90	1,075.00	\$967.50
11/26/2024	BJS	PD	Review memo regarding plan	0.40	1,725.00	\$690.00
11/26/2024	JJK	PD	Prepare plan/DS objections.	1.00	1,295.00	\$1,295.00
11/26/2024	JJK	PD	Continue drafting plan/DS objections.	3.80	1,295.00	\$4,921.00
11/26/2024	RJF	PD	Initial review of Plan and Disclosure Statement.	1.30	1,850.00	\$2,405.00
11/26/2024	RJF	PD	Internal emails regarding plan and DIP issues.	0.40	1,850.00	\$740.00
11/26/2024	TSH	PD	Review Memo re: Plan issues (.9).	0.90	1,075.00	\$967.50
11/27/2024	BJS	PD	Review multiple depo notices from Debtors	0.10	1,725.00	\$172.50
11/27/2024	JJK	PD	Research re plan objections.	2.50	1,295.00	\$3,237.50
11/27/2024	JJK	PD	Draft plan objections.	2.30	1,295.00	\$2,978.50
11/27/2024	RJF	PD	Telephone conferences with B. Sandler regarding plan issues.	0.50	1,850.00	\$925.00
11/27/2024	RJF	PD	Review draft Freedom noteholders plan.	0.80	1,850.00	\$1,480.00
11/27/2024	RJF	PD	Internal emails regarding plan issues.	0.40	1,850.00	\$740.00
11/27/2024	SSC	PD	Review and reply to B. Sandler re plan issues.	0.10	1,395.00	\$139.50
11/29/2024	BJS	PD	Telephone conference with M Rahmani regarding plan issues	0.10	1,725.00	\$172.50
11/29/2024	BJS	PD	Analysis re PSZJ regarding plan issues	0.50	1,725.00	\$862.50
11/29/2024	BJS	PD	Review Plan and Disclosure Statement.	2.00	1,725.00	\$3,450.00
11/29/2024	BJS	PD	Review draft response to exclusivity motion(.3) and various emails with PSZJ regarding same (.2)	0.50	1,725.00	\$862.50

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11/30/2024	BJS	PD	Various emails with PSZJ regarding discovery (.7) and review draft response regarding trustee motion (.8)	1.50	1,725.00	\$2,587.50
11/30/2024	RJF	PD	Emails regarding plan issues.	0.30	1,850.00	\$555.00
				32.80		\$46,952.00

Relief from Stay

11/27/2024	BJS	RFS	Review Complaint seeking extension of automatic stay	0.40	1,725.00	\$690.00
11/27/2024	BJS	RFS	Various emails with S Kliensky regarding stay extension complaint and various emails with C.Robinson regarding same	0.10	1,725.00	\$172.50
				0.50		\$862.50

PSZJ Retention

11/27/2024	CRR	RP	Review re PSZJ retention.	0.40	1,195.00	\$478.00
11/27/2024	GFB	RP	Review and analyze potential disclosures	0.30	1,195.00	\$358.50
11/28/2024	BJS	RP	Attention to retention app	0.30	1,725.00	\$517.50
				1.00		\$1,354.00

Other Professional Retention

11/21/2024	BJS	RPO	Review and analysis re IB pitch materials	1.00	1,725.00	\$1,725.00
11/21/2024	RJF	RPO	Interview Financial Advisor candidates.	1.80	1,850.00	\$3,330.00
11/22/2024	BJS	RPO	Telephone conference with IB Candidate regarding IB interviews	0.10	1,725.00	\$172.50
11/22/2024	BJS	RPO	Various emails regarding IB interviews	0.10	1,725.00	\$172.50
11/22/2024	CRR	RPO	Review, respond to S. Cho re retention of Hilco.	0.40	1,195.00	\$478.00
11/23/2024	BJS	RPO	Telephone conference with IB Candidate International regarding case issues	0.80	1,725.00	\$1,380.00
11/24/2024	BJS	RPO	Various emails with Investment Bankers regarding interviews	1.00	1,725.00	\$1,725.00
11/24/2024	RJF	RPO	Review investment banker pitch books.	2.00	1,850.00	\$3,700.00
11/25/2024	BJS	RPO	Various emails with Committee regarding IB fees	0.10	1,725.00	\$172.50

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11/25/2024	BJS	RPO	Telephone conference with B Mendelsohn regarding PWP	0.20	1,725.00	\$345.00
11/25/2024	BJS	RPO	Various emails with Committee regarding IB selection	0.30	1,725.00	\$517.50
11/25/2024	BJS	RPO	Various emails with D Sinclair regarding IBs	0.10	1,725.00	\$172.50
11/25/2024	RJF	RPO	Review investment bankers pitch books.	0.80	1,850.00	\$1,480.00
11/26/2024	BJS	RPO	Review OCP motion	0.20	1,725.00	\$345.00
11/26/2024	BJS	RPO	Review PKB retention app	0.20	1,725.00	\$345.00
11/26/2024	BJS	RPO	Review AP retention app	0.10	1,725.00	\$172.50
11/26/2024	BJS	RPO	Review Ducera retention app	0.20	1,725.00	\$345.00
11/26/2024	BJS	RPO	Review Hilco retention app	0.10	1,725.00	\$172.50
11/26/2024	RJF	RPO	Initial review of Debtor retention applications.	0.30	1,850.00	\$555.00
11/27/2024	BJS	RPO	Various emails with S.Cho regarding professionals	0.10	1,725.00	\$172.50
11/27/2024	BJS	RPO	Various emails with Province regarding Hilco	0.20	1,725.00	\$345.00
11/27/2024	SSC	RPO	Review debtor retention applications filed.	0.10	1,395.00	\$139.50
11/29/2024	RJF	RPO	Emails regarding Ducera fee structure.	0.10	1,850.00	\$185.00
11/30/2024	BJS	RPO	Review PWP report regarding Ducera	0.30	1,725.00	\$517.50
				10.60		\$18,665.00

TOTAL SERVICES FOR THIS MATTER:

\$478,391.00

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Expenses

11/22/2024	FF	Delaware District Court, Pro Hac Vice Fee, AJK	50.00
11/22/2024	FF	Delaware District Court, Pro Hac Vice Fee, TSH	50.00
11/25/2024	BM	Working meal- Seamless, GVD	28.75
11/25/2024	RE	SCAN/COPY (60 @0.10 PER PG)	6.00
11/25/2024	RE	SCAN/COPY (26 @0.10 PER PG)	2.60
11/25/2024	RE	SCAN/COPY (45 @0.10 PER PG)	4.50
11/25/2024	RE	SCAN/COPY (95 @0.10 PER PG)	9.50
11/25/2024	RE	SCAN/COPY (117 @0.10 PER PG)	11.70
11/25/2024	RE	SCAN/COPY (45 @0.10 PER PG)	4.50
11/26/2024	RE	SCAN/COPY (21 @0.10 PER PG)	2.10
11/26/2024	RE	SCAN/COPY (7 @0.10 PER PG)	0.70
11/26/2024	RE	SCAN/COPY (4 @0.10 PER PG)	0.40
11/26/2024	RE	SCAN/COPY (93 @0.10 PER PG)	9.30
11/26/2024	RE	SCAN/COPY (21 @0.10 PER PG)	2.10
11/26/2024	RE	SCAN/COPY (47 @0.10 PER PG)	4.70
11/26/2024	RE	SCAN/COPY (5 @0.10 PER PG)	0.50
11/26/2024	RE	SCAN/COPY (8 @0.10 PER PG)	0.80
11/26/2024	RE	SCAN/COPY (8 @0.10 PER PG)	0.80
11/26/2024	LN	29177.00002 Lexis Charges for 11-26-24	425.34
11/26/2024	LN	29177.00002 Lexis Charges for 11-26-24	74.21
11/26/2024	LN	29177.00002 Lexis Charges for 11-26-24	66.37
11/26/2024	BB	29177.00002 Bloomberg Charges through 11-26-24	10.00
11/26/2024	BB	29177.00002 Bloomberg Charges through 11-26-24	3.00
11/26/2024	BB	29177.00002 Bloomberg Charges through 11-26-24	1.10
11/26/2024	BB	29177.00002 Bloomberg Charges through 11-26-24	10.00
11/26/2024	BB	29177.00002 Bloomberg Charges through 11-26-24	3.00
11/26/2024	BB	29177.00002 Bloomberg Charges through 11-26-24	10.00
11/27/2024	RE	SCAN/COPY (2 @0.10 PER PG)	0.20

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11/27/2024	RE	SCAN/COPY (37 @0.10 PER PG)	3.70
11/27/2024	RE	SCAN/COPY (2 @0.10 PER PG)	0.20
11/27/2024	RE	SCAN/COPY (2 @0.10 PER PG)	0.20
11/27/2024	RE	SCAN/COPY (13 @0.10 PER PG)	1.30
11/27/2024	RE	SCAN/COPY (2 @0.10 PER PG)	0.20
11/27/2024	RE	SCAN/COPY (49 @0.10 PER PG)	4.90
11/27/2024	RE	SCAN/COPY (50 @0.10 PER PG)	5.00
11/27/2024	RE	SCAN/COPY (50 @0.10 PER PG)	5.00
11/27/2024	RE	SCAN/COPY (50 @0.10 PER PG)	5.00
11/27/2024	RE	SCAN/COPY (73 @0.10 PER PG)	7.30
11/27/2024	RE	SCAN/COPY (50 @0.10 PER PG)	5.00
11/27/2024	RE	SCAN/COPY (2 @0.10 PER PG)	0.20
11/27/2024	RE	SCAN/COPY (53 @0.10 PER PG)	5.30
11/27/2024	RE	SCAN/COPY (2 @0.10 PER PG)	0.20
11/27/2024	RE	SCAN/COPY (76 @0.10 PER PG)	7.60
11/27/2024	RE	SCAN/COPY (22 @0.10 PER PG)	2.20
11/27/2024	RE	SCAN/COPY (2 @0.10 PER PG)	0.20
11/27/2024	RE	SCAN/COPY (57 @0.10 PER PG)	5.70
11/27/2024	RE	SCAN/COPY (1 @0.10 PER PG)	0.10
11/27/2024	LN	29177.00002 Lexis Charges for 11-27-24	463.98
11/27/2024	LN	29177.00002 Lexis Charges for 11-27-24	37.11
11/27/2024	BB	29177.00002 Bloomberg Charges through 11-27-24	20.00
11/27/2024	BB	29177.00002 Bloomberg Charges through 11-27-24	10.00
11/28/2024	LN	29177.00002 Lexis Charges for 11-28-24	33.19
11/29/2024	LN	29177.00002 Lexis Charges for 11-29-24	77.35
11/30/2024	OS	Everlaw, Inv. 133695, ATB	50.00
11/30/2024	RE	SCAN/COPY (17 @0.10 PER PG)	1.70
11/30/2024	RE	SCAN/COPY (82 @0.10 PER PG)	8.20
11/30/2024	LN	29177.00002 Lexis Charges for 11-30-24	34.59

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11/30/2024	LN	29177.00002 Lexis Charges for 11-30-24	13.70
11/30/2024	PAC	Pacer - Court Research	40.10
Total Expenses for this Matter			\$1,641.39